

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Evan Gershbein, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On April 8, 2008, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification (ii) upon the parties listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Joint Stipulation And Agreed Order Disallowing And Expunging Proofs Of Claim Numbers 68, 69, 70, And 72 (GW Plastics) (Docket No. 13332) [a copy of which is attached hereto as Exhibit C]
- 2) Amended And Restated Joint Stipulation And Agreed Order Compromising And Estimating Proof Of Claim Numbers 1373, 1374, 1375, 1376, 1377, 1378, 1379, 1380, 1381, 1382, 1383, 1384, 1385, 1386 And 1387 (American International Group, Inc.) (Docket No. 13333) [a copy of which is attached hereto as Exhibit D]
- 3) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 14664 (Cooper-Standard Automotive Inc. F/K/A ITT Automotive Fluid Hdg. Syst./Deutsche Bank Securities Inc.) (Docket No. 13334) [a copy of which is attached hereto as Exhibit E]
- 4) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2773 (Siemens VDO Automotive, Inc. N/K/A Continental Automotive Canada, Inc.) (Docket No. 13335) [a copy of which is attached hereto as Exhibit F]
- 5) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 6407 (United Telephone Company Of Ohio) (Docket No. 13336) [a copy of which is attached hereto as Exhibit G]

- 6) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 12239 (Toshiba America Electronic Components Inc.) (Docket No. 13337) [a copy of which is attached hereto as Exhibit H]

On April 8, 2008, I caused to be served the document listed below upon the party listed on Exhibit I hereto via postage pre-paid U.S. mail:

- 7) Joint Stipulation And Agreed Order Disallowing And Expunging Proofs Of Claim Numbers 68, 69, 70, And 72 (GW Plastics) (Docket No. 13332) [a copy of which is attached hereto as Exhibit C]

On April 8, 2008, I caused to be served the document listed below upon the party listed on Exhibit J hereto via postage pre-paid U.S. mail:

- 8) Amended And Restated Joint Stipulation And Agreed Order Compromising And Estimating Proof Of Claim Numbers 1373, 1374, 1375, 1376, 1377, 1378, 1379, 1380, 1381, 1382, 1383, 1384, 1385, 1386 And 1387 (American International Group, Inc.) (Docket No. 13333) [a copy of which is attached hereto as Exhibit D]

On April 8, 2008, I caused to be served the document listed below upon the parties listed on Exhibit K hereto via postage pre-paid U.S. mail:

- 9) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 14664 (Cooper-Standard Automotive Inc. F/K/A ITT Automotive Fluid Hdg. Syst./Deutsche Bank Securities Inc.) (Docket No. 13334) [a copy of which is attached hereto as Exhibit E]

On April 8, 2008, I caused to be served the document listed below upon the parties listed on Exhibit L hereto via postage pre-paid U.S. mail:

- 10) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2773 (Siemens VDO Automotive, Inc. N/K/A Continental Automotive Canada, Inc.) (Docket No. 13335) [a copy of which is attached hereto as Exhibit F]

On April 8, 2008, I caused to be served the document listed below upon the parties listed on Exhibit M hereto via postage pre-paid U.S. mail:

- 11) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 6407 (United Telephone Company Of Ohio) (Docket No. 13336) [a copy of which is attached hereto as Exhibit G]

On April 8, 2008, I caused to be served the document listed below upon the party listed on Exhibit N hereto via postage pre-paid U.S. mail:

- 12) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 12239 (Toshiba America Electronic Components Inc.) (Docket No. 13337) [a copy of which is attached hereto as Exhibit H]

Dated: April 11, 2008

/s/ Evan Gershbein
Evan Gershbein

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 11th day of April, 2008, by Evan Gershbein, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ Vanessa R Quinones

Commission Expires: 3/20/2011

EXHIBIT A

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Fried, Frank, Harris, Shriver & Jacobson	Brad Eric Sheler Bonnie Steingart Vivek Melwani Jennifer L Rodburg Richard J Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	212-859-4000	rodbuje@ffhsj.com sliviri@ffhsj.com	Counsel to Equity Security Holders Committee
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General Electric Company	Valerie Venable	9930 Kinsey Avenue		Huntersville	NC	28078	704-992-5075	866-585-2386	valerie.venable@ge.com	Creditor Committee Member
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Latham & Watkins	John W. Weiss	885 Third Avenue		New York	NY	10022	212-906-1200	UCC Professional
Linebarger Goggan Blair & Sampson, LLP	Elizabeth Weller	2323 Bryan Street	Suite 1600	Dallas	TX	75201	214-880-0089	Counsel to Dallas County and Tarrant County
Lord, Bissel & Brook	Timothy S. McFadden	115 South LaSalle Street		Chicago	IL	60603	312-443-0370	Counsel to Methode Electronics, Inc.

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
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Lord, Bissel & Brook LLP	Kevin J. Walsh	885 Third Avenue	26th Floor	New York	NY	10022-4802	212-947-8304	Counsel to Sedgwick Claims Management Services, Inc. and Methode Electronics, Inc.
Lord, Bissel & Brook LLP	Rocco N. Covino	885 Third Avenue	26th Floor	New York	NY	10022-4802	212-812-8340	Counsel to Sedgwick Claims Management Services, Inc. and Methode Electronics, Inc.
McGuirewoods LLP	Elizabeth L. Gunn	One James Center	901 East Cary Street	Richmond	VA	23219-4030	804-775-1178	Counsel to Siemens Logistics Assembly Systems, Inc.
Miami-Dade County Tax Collector	Metro-Dade Paralegal Unit	140 West Flagler Street	Suite 1403	Miami	FL	33130	305-375-5314	Paralegal Collection Specialist for Miami-Dade County
Miles & Stockbridge, P.C.	Kerry Hopkins	10 Light Street		Baltimore	MD	21202	410-385-3418	Counsel to Computer Patent Annuities Limited Partnership, Hydro Aluminum North America, Inc., Hydro Aluminum Adrian, Inc., Hydro Aluminum Precision Tubing NA, LLC, Hydro Aluminum Ellay Enfield Limited, Hydro Aluminum Rockledge, Inc., Norsk Hydro Canada, Inc., Emhart Technologies LLL and Adell Plastics, Inc.
Norris, McLaughlin & Marcus	Elizabeth L. Abdelmasieh, Esq	721 Route 202-206	P.O. Box 1018	Somerville	NJ	08876	908-722-0700	Counsel to Rotor Clip Company, Inc.
North Point	Michelle M. Harner	901 Lakeside Avenue		Cleveland	OH	44114	216-586-3939	Counsel to WL. Ross & Co., LLC
O'Rourke Katten & Moody	Michael C. Moody	161 N. Clark Street	Suite 2230	Chicago	IL	60601	312-849-2020	Counsel to Ameritech Credit Corporation d/b/a SBC Capital Services
Paul, Weiss, Rifkind, Wharton & Garrison	Curtis J. Weidler	1285 Avenue of the Americas		New York	NY	10019-6064	212-373-3157	Counsel to Ambrake Corporation; Akebono Corporation
Pickrel Shaeffer & Ebeling	Sarah B. Carter Esq	2700 Kettering Tower		Dayton	OH	45423		
Professional Technologies Services	John V. Gorman	P.O. Box #304		Frankenmuth	MI	48734	989-385-3230	Corporate Secretary for Professional Technologies Services
Reed Smith	Richard P. Norton	One Riverfront Plaza	1st Floor	Newark	NJ	07102	973-621-3200	Counsel to Jason Incorporated, Sackner Products Division
Republic Engineered Products, Inc.	Joseph Lapinsky	3770 Embassy Parkway		Akron	OH	44333	330-670-3004	Counsel to Republic Engineered Products, Inc.
Ropers, Majeski, Kohn & Bentley	Christopher Norgaard	515 South Flower Street	Suite 1100	Los Angeles	CA	90071	213-312-2000	Counsel to Brembo S.p.A.; Bibielle S.p.A.; AP Racing
Sachnoff & Weaver, Ltd	Charles S. Schulman	10 South Wacker Drive	40th Floor	Chicago	IL	60606	312-207-1000	Counsel to Infineon Technologies North America Corporation
Schafer and Weiner PLLC	Max Newman	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304	248-540-3340	Counsel to Dott Industries, Inc.
Schiff Hardin LLP	William I. Kohn	6600 Sears Tower		Chicago	IL	60066	312-258-5500	Counsel to Means Industries
Shipman & Goodwin LLP	Jennifer L. Adamy	One Constitution Plaza		Hartford	CT	06103-1919	860-251-5811	Counsel to Fortune Plastics Company of Illinois, Inc.; Universal Metal Hose Co.,

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
Sony Electronics Inc.	Lloyd B. Sarakin - Chief Counsel, Finance and Credit	1 Sony Drive	MD #1 E-4	Park Ridge	NJ	07656	201-930-7483	Counsel to Sony Electronics, Inc.
Squire, Sanders & Dempsey L.L.P.	Eric Marcks	One Maritime Plaza	Suite 300	San Francisco	CA	94111-3492		Counsel to Furukawa Electric Co., Ltd. And Furukawa Electric North America, APD Inc.
Steinberg Shapiro & Clark	Mark H. Shapiro	24901 Northwestern Highway	Suite 611	Southfield	MI	48075	248-352-4700	Counsel to Bing Metals Group, Inc.; General Transport International, Inc.; Crown Enterprises, Inc.; Economy Transport, Inc.; Logistics Insight Corp (LINC); Universal Am-Can, Ltd.; Universal Truckload Services, Inc.
Stroock & Stroock & Lavan, LLP	Joseph G. Minias	180 Maiden Lane		New York	NY	10038	212-806-5400	Counsel to 975 Opdyke LP; 1401 Troy Associates Limited Partnership; 1401 Troy Associates Limited Partnership c/o Etkin Equities, Inc.; 1401 Troy Associates LP; Brighton Limited Partnership; DPS Information Services, Inc.; Etkin Management Services, Inc. a
Swidler Berlin LLP	Robert N. Steinwurtzel	The Washington Harbour	3000 K Street, N.W. Suite 300	Washington	DC	20007	202-424-7500	Attorneys for Sanders Lead Co., Inc.
Thelen Reid Brown Raysman & Steiner LLP	David A. Lowenthal	875 Third Avenue		New York	NY	10022	212-603-2000	Counsel to American Finance Group, Inc. d/b/a Guaranty Capital Corporation and Oki Semiconductor Company
Togut, Segal & Segal LLP	Albert Togut, Esq.	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	Conflicts counsel to Debtors
United Steel, Paper and Forestry, Rubber, Manufacturing, Energy	Allied Industrial and Service Workers, Intl Union (USW), AFL- CIO	David Jury, Esq.	Five Gateway Center Suite 807	Pittsburgh	PA	15222	412-562-2549	Counsel to United Steel, Paper and Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers, International Union (USW), AFL-CIO
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Vorys, Sater, Seymour and Pease LLP	Tiffany Strelow Cobb	52 East Gay Street		Columbus	OH	43215	614-464-8322	Counsel to America Online, Inc. and its Subsidiaries and Affiliates
Warner Stevens, L.L.P.	Michael D. Warner	301 Commerce Street	Suite 1700	Fort Worth	TX	76102	817-810-5250	Counsel to Electronic Data Systems Corp. and EDS Information Services, L.L.C.
Weiland, Golden, Smiley, Wang Ekvall & Strok, LLP	Lei Lei Wang Ekvall	650 Town Center Drive	Suite 950	Costa Mesa	CA	92626	714-966-1000	Counsel to Toshiba America Electronic Components, Inc.
Winstead Sechrest & Minick P.C.	Berry D. Spears	401 Congress Avenue	Suite 2100	Austin	TX	78701	512-370-2800	Counsel to National Instruments Corporation
WL Ross & Co., LLC	Stephen Toy	600 Lexington Avenue	19th Floor	New York	NY	10022	212-826-1100	Counsel to WL. Ross & Co., LLC

EXHIBIT C

TOGUT, SEGAL & SEGAL LLP
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Delphi Legal Information Website:
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
-----X	:	

**JOINT STIPULATION AND AGREED ORDER
DISALLOWING AND EXPUNGING PROOFS OF
CLAIM NUMBERS 68, 69, 70, AND 72 (GW PLASTICS, INC.)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (the "Debtors") and GW Plastics, Inc. ("Claimant") respectfully submit this Joint Stipulation And Agreed Order Disallowing and Expunging Proofs Of Claims Number 68, 69, 70 And 72 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, before the petition date, Claimant incurred debt owing to DAS LLC in the amount of \$201,773 for services and/or goods provided (the "Payable"); and

WHEREAS, before the petition date, DAS LLC incurred debt owing to Claimant in the amount of \$156,987 for services and/or goods provided by Claimant to DAS LLC (the "Receivable"); and

WHEREAS, on October 21, 2005, Claimant filed proof of claim number 68 ("Proof of Claim 68") against DAS LLC, asserting an unsecured non-priority claim in the amount of \$120,455.83 and a priority claim in the amount of \$58,734.92 ("Claim 68"); and

WHEREAS, on October 21, 2005, Claimant filed proof of claim number 69 ("Proof of Claim 69") against DAS LLC asserting an unsecured non-priority claim in the amount of \$75,093.37 ("Claim 69"); and

WHEREAS, on October 21, 2005, Claimant filed proof of claim number 70 ("Proof of Claim 70") against DAS LLC, asserting an unsecured non-priority claim in the amount of \$235,648.50 and a priority claim in the amount of \$40,364.77 ("Claim 70"); and

WHEREAS, on October 22, 2005, Claimant filed proof of claim number 72 (“Proof of Claim 72” together with Proof of Claim 68, Proof of Claim 69 and Proof of Claim 70, the “Proofs of Claim”) against DAS LLC, asserting an unsecured non-priority claim in the amount of \$107,785.70 (“Claim 72 together with Claim 68, Claim 69 and Claim 70, the “Claims”); and

WHEREAS, on December 21, 2007, the Debtors objected to the Claims pursuant to the Debtors' Twenty-Fourth Omnibus Objection Pursuant To 11 U.S.C. Section 502(B) And Fed. R. Bankr. P. 3007 To (A) Duplicate Or Amended Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification, Modified Claims Asserting Reclamation, And Claim Subject To Modification That Is Subject To Prior Order (Docket No. 11588) (the “Twenty-Fourth Omnibus Claims Objection”).

WHEREAS, the Debtors and Claimant have reconciled all applicable prepetition invoices.

WHEREAS, to resolve the Twenty-Fourth Omnibus Claims Objection with respect to the Claim, Claimant and DAS LLC have agreed to enter into a settlement agreement (the “Settlement Agreement”).

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claims involve ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And

Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

WHEREAS, pursuant to the Settlement Agreement, Claimant acknowledges and agrees that the Claims shall be disallowed and expunged.

NOW, THEREFORE, in consideration of the foregoing, the Debtors and Claimant stipulate and agree as follows:

1. Claimant shall be authorized to set off the amount of the Receivable, as reconciled in Exhibit "1", against the amount of the Payable, as reconciled in Exhibit "1", pursuant to section 553 of the Bankruptcy Code (the "Setoff") and paragraph 18 of the Final DIP Order.

2. The Claims shall be disallowed and expunged in their entirety.

3. The exercise of the Setoff and disallowance of the Claims results in a balance owing to DAS LLC of \$44,726 which Claimant shall pay to DAS LLC within three business days following the date hereof.

[signatures concluded on following page]

Dated: New York, New York
March 27, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger
NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: Minneapolis, Minnesota
March 12, 2008

GW PLASTICS, INC.
By its counsel
HISCOCK AND BARCLAY
By:

/s/ Eric Charlton
ERIC CHARLTON
One Park Place
300 South State Street
Syracuse, New York
(315) 425-2716

SO ORDERED

This 8th day of April, 2008
in New York, New York

/s/ Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

GW Plastic Pre-Petition Setoff Request Summary

GW Plastic Perspective		Delphi Perspective		Agreed Upon Setoff Amount	
	<u>Total</u>		<u>Total</u>		<u>Total</u>
Delphi A/R	\$201,713	Delphi A/R	\$201,713		
Delphi A/P	\$156,987	Delphi A/P	\$156,987		
Total Setoff Amount	\$156,987	Total Setoff Amount	\$156,987	Total Setoff Amount	\$156,987
Amount Due Delphi	\$44,726	Amount Due Delphi	\$44,726	Amount Due Delphi	\$44,726

GW Plastic A/P Records			Delphi A/R Records
Invoice Number	Invoice Date	Invoice Amount	Amount
R04119	5/10/2005	1,485.00	1,485.00
R04134	5/10/2005	1,540.00	1,540.00
R04224	6/8/2005	2,325.00	2,325.00
R04225	6/8/2005	1,485.00	1,485.00
R04226	6/8/2005	1,760.00	1,760.00
R04227	6/8/2005	10,850.00	10,850.00
R04300	6/28/2005	24,255.00	24,255.00
R04369	7/18/2005	14,365.00	14,365.00
R04352	7/22/2005	17,875.00	17,875.00
R04360	7/22/2005	2,325.00	2,325.00
R04361	7/22/2005	1,485.00	1,485.00
R04362	7/22/2005	1,760.00	1,760.00
R04394	7/22/2005	1,960.00	1,960.00
R04400	7/22/2005	10,080.00	10,080.00
R04436	8/4/2005	1,960.00	1,960.00
R04442	8/4/2005	7,200.00	7,200.00
R04457	8/12/2005	20,525.00	20,525.00
R04490	8/19/2005	7,010.00	7,010.00
R04498	8/22/2005	10,080.00	10,080.00
R04516	8/22/2005	9,000.00	9,000.00
R04529	8/25/2005	660.00	660.00
R04597	9/7/2005	5,162.50	5,162.50
R04547	9/7/2005	2,325.00	2,325.00
R04561	9/7/2005	1,760.00	1,760.00
R04562	9/7/2005	1,485.00	1,485.00
R04626	9/15/2005	19,770.00	19,770.00
R04681	9/29/2005	2,325.00	2,325.00
R04682	9/29/2005	925.00	925.00
R04660	10/4/2005	1,485.00	1,485.00
R04661	10/4/2005	1,760.00	1,760.00
R04662	10/4/2005	2,325.00	2,325.00
R04698	10/4/2005	2,325.00	2,325.00
R04752	10/11/2005	10,080.00	10,080.00 [1]
		201,712.50	201,712.50

[1] Materials were shipped on 10/7/05.

Delphi A/P Records					
DUNS #	Process #	Document #	Document Date	Total Amount	Bill Of Lading
RD 108871096	'9000036199459	'3Y4800200040705	7/5/2004	\$72.97	175880 PEDP2290188
RD 108871096	'9000036199487	'3Y4807100040826	8/26/2004	\$5,215.90	179816 PEDP2290188
RD 108871096	'0005016263061	'180995V	9/9/2004	\$728.02	180995 PEDP3220141
RD 108871096	'9000036199468	'3Y4802100040911	9/11/2004	\$218.92	180994 PEDP2290188
RD 108871096	'9000036199470	'3Y4802300040911	9/11/2004	\$437.83	181000 PEDP2290188
RD 108871096	'9000036199471	'3Y4802400040911	9/11/2004	\$72.97	180999 PEDP2290188
RD 108871096	'9000036199472	'3Y4802500040911	9/11/2004	\$407.09	180996 PEDP2290188
RD 108871096	'9000036199473	'3Y4802600040911	9/11/2004	\$802.69	180997 PEDP2290188
RD 108871096	'0005016263054	'184997V	10/27/2004	\$1,292.99	184977 PEDP3220141
RD 108871096	'9000036199460	'3Y4800600041210	12/10/2004	\$1,240.52	187825 PEDP2290188
RD 108871096	'9000036199461	'3Y4800900041210	12/10/2004	\$583.78	187832 PEDP2290188
RD 108871096	'9000036199462	'3Y4801100041226	12/26/2004	\$656.75	188656 PEDP2290188
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RD 108871096	'9000036049674	'PI5504800050105	1/5/2005	\$490.73	188750 PEDP4220181
RD 108871096	'9000036049675	'PI5504900050105	1/5/2005	\$971.36	188752 PEDP4220181
RD 108871096	'9000036049676	'PI5505000050105	1/5/2005	\$1,415.70	188753 PEDP2290254
RD 108871096	'9000036199474	'3Y4805300050116	1/16/2005	\$500.58	189643 PEDP2290188
RD 108871096	'9000036199475	'3Y4805400050116	1/16/2005	\$1,059.29	189642 PEDP4220143
RD 108871096	'9000036187750	'CMP5C29063010123	1/23/2005	\$240.88	189644 PEDP4710097
RD 108871096	'9000036199482	'3Y4806600050602	6/2/2005	\$214.54	198863 PEDP2290188
RD 108871096	'9000036199481	'3Y4806400050603	6/3/2005	\$223.15	199033 PEDP4220143
RD 108871096	'9000036199458	'3Y4799800050614	6/14/2005	\$71.51	199800 PEDP2290188
RD 108871096	'9000035897899	'5206345615001	6/23/2005	\$238.42	358042 D0550006539
RD 108871096	'9000036199457	'3Y4799500050624	6/24/2005	\$359.55	200674 PEDP2290188
RD 108871096	'9000036199483	'3Y4806700050624	6/24/2005	\$223.15	200678 PEDP4220143
RD 108871096	'9000036199456	'3Y4799200050625	6/25/2005	\$143.02	200675 PEDP2290188
RD 108871096	'9000036199477	'3Y4805700050628	6/28/2005	\$485.82	271897 PEDP4220144
RD 108871096	'9000036199467	'3Y4802000050802	8/2/2005	\$572.10	801492 PEDP2290188
RD 108871096	'9000036187747	'CMP5B32346010806	8/6/2005	\$143.02	801618 PEDP2290188
RD 108871096	'9000036199463	'3Y4801500050809	8/9/2005	\$1,059.29	802096 PEDP4220143
RD 108871096	'9000036187746	'CMP5A34778020810	8/10/2005	\$71.51	801820 PEDP2290188
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RD 108871096	'9000031555026	'5203543995001	9/1/2005	\$221.60	359229 D0550016227
RD 108871096	'9000031555027	'5203543997001	9/1/2005	\$374.55	359230 D0550006542
RD 108871096	'9000031555028	'5203543998001	9/1/2005	\$462.58	359227 D0550006539
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GW Plastic A/R Records	
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184977	1,292.99
187825	1,240.52
187832	583.78
188656	656.75
188749	314.30
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188753	1,444.60
189643	500.58
189642	1,059.27
189644	240.92
198863	214.54
199033	223.15
199800	71.51
358042	231.29
200674	359.55
200678	223.15
200675	143.02
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801492	572.10
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801820	71.51
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Delphi A/P Records						
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RD 108871096	'9000031592626	'5B3330500050905	9/5/2005	\$715.12	803510	PEDP2290188
RD 108871096	'9000031592627	'5B3333800050905	9/5/2005	\$353.10	803604	PEDP4220143
RD 108871096	'9000031592628	'5C3654000050905	9/5/2005	\$166.70	803606	PEDP4710097
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RD 108871096	'9000031592631	'5D4086700050905	9/5/2005	\$342.38	273534	PEDP4220144
RD 108871096	'9000031592632	'5D4087500050905	9/5/2005	\$143.02	803512	PEDP2290188
RD 108871096	'9000031592633	'5H4280900050905	9/5/2005	\$286.05	803513	PEDP2290188
RD 108871096	'9000031592634	'5J2664600050905	9/5/2005	\$400.80	273536	PEDP4220144
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RD 108871096	'9000031592636	'5J2668600050905	9/5/2005	\$320.64	273580	PEDP4220144
RD 108871096	'9000031592637	'5J2668700050905	9/5/2005	\$320.64	273615	PEDP4220144
RD 108871096	'9000031592638	'9B0550800050905	9/5/2005	\$313.24	273617	PEDP4220144
RD 108871096	'9000031592639	'5203565749001	9/5/2005	\$1,121.95	359318	D0550006540
RD 108871096	'9000031592640	'5203565751001	9/5/2005	\$221.60	359319	D0550016227
RD 108871096	'9000031592641	'5203565754001	9/5/2005	\$647.40	359320	D0550023894
RD 108871096	'9000031592642	'5203565755001	9/5/2005	\$866.43	359321	D0550006544
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RD 108871096	'9000031592645	'5203565574001	9/5/2005	\$2,009.37	359248	D0550006547
RD 108871096	'9000031592646	'5203565589001	9/5/2005	\$470.12	359322	D0550006548
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RD 108871096	'9000031777809	'PI4532600050906	9/6/2005	\$2,831.40	803880	PEDP2290254
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RD 108871096	'9000031603153	'3K9643400050906	9/6/2005	\$863.76	803739	PEDP4220143
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RD 108871096	'9000031618296	'5203581771001	9/7/2005	\$889.20	359344	D0550006541
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RD 108871096	'9000031618298	'5203581315001	9/7/2005	\$470.12	359326	D0550006548
RD 108871096	'9000031777819	'PI4542800050908	9/8/2005	\$516.35	273664	PEDP4220182
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GW Plastic A/R Records	
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Delphi A/P Records						
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GW Plastic A/R Records	
BOL	Amount

Delphi A/P Records						
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RD 108871096	'9000031698125	'5203628053001	9/14/2005	\$443.20	359509 D0550016227	
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RD 108871096	'9000031847414	'5203703153001	9/26/2005	\$470.12	359700 D0550006548	
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GW Plastic A/R Records	
BOL	Amount

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RD 108871096	'9000031889992	'3D6977900050929	9/29/2005	\$164.37	805176 PEDP4220143			
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RD 108871096	'9000036199479	'3Y4806000051003	10/3/2005	\$166.70	805761 PEDP4710097		805761	166.70
RD 108871096	'9000031930693	'5A3677400051003	10/3/2005	\$143.02	805461 PEDP2290188		805461	143.02
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RD 108871096	'9000031930697	'5D4181800051003	10/3/2005	\$342.38	274330 PEDP4220144		274330	342.38
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RD 108871096	'9000032010610	'PI4604400051006	10/6/2005	\$94.72	805789 PEDP4220181		805789	94.68
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RD 108871096	'9000031975855	'3C6489200051006	10/6/2005	\$172.12	274552 PEDP4220144		274552	172.12
RD 108871096	'9000032010627	'3D7084200051006	10/6/2005	\$246.55	805899 PEDP4220143		805899	246.55
RD 108871096	'9000031975856	'3Y3066600051006	10/6/2005	\$353.10	805833 PEDP4220143		805833	353.09
RD 108871096	'9000031975857	'5A3686500051006	10/6/2005	\$71.51	805683 PEDP2290188		805683	71.51
RD 108871096	'9000031975858	'5B3456600051006	10/6/2005	\$353.10	805758 PEDP4220143		805758	353.09
RD 108871096	'9000031975859	'5B3456700051006	10/6/2005	\$786.63	805839 PEDP2290188		805839	786.63
RD 108871096	'9000031975860	'5C3774100051006	10/6/2005	\$344.23	274553 PEDP4220144		274553	344.23
RD 108871096	'9000031975861	'5C3777400051006	10/6/2005	\$166.70	805840 PEDP4710097		805840	166.70
RD 108871096	'9000031975863	'5D4195000051006	10/6/2005	\$313.24	274488 PEDP4220144		274488	313.20
RD 108871096	'9000031993987	'5D4198000051006	10/6/2005	\$71.51	805579 PEDP2290188		805579	71.51
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RD 108871096	'9000031975867	'8Y4424100051006	10/6/2005	\$172.12	274594 PEDP4220144		274594	172.12
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RD 108871096	'9000031975869	'5203776154001	10/6/2005	\$431.60	359917 D0550023894		359917	431.60
RD 108871096	'9000031975870	'5203776155001	10/6/2005	\$886.40	359916 D0550016227		359916	886.40
RD 108871096	'9000031975871	'5203776156001	10/6/2005	\$690.43	359915 D0550006540		359915	690.43
RD 108871096	'9000031975872	'5203776158001	10/6/2005	\$1,133.16	359918 D0550006545		359918	1,133.16
RD 108871096	'9000031975873	'5203776020001	10/6/2005	\$470.12	359899 D0550006548		359899	470.34

Delphi A/P Records						
DUNS #	Process #	Document #	Document Date	Total Amount	Bill Of Lading	Purchase Order #
RD 108871096	'9000031975874	'5203776021001	10/6/2005	\$2,009.37	359898 D0550006547	
RD 108871096	'9000031993976	'090342500051007	10/7/2005	\$666.71	806114 PEDP4220143	
RD 108871096	'9000031993977	'090342600051007	10/7/2005	\$5,892.18	806103 PEDP2290188	
RD 108871096	'9000032010612	'P14606600051007	10/7/2005	\$500.75	274429 PEDP4220182	
RD 108871096	'9000032010613	'P14606700051007	10/7/2005	\$516.35	274431 PEDP4220182	
RD 108871096	'9000032010614	'P14606800051007	10/7/2005	\$1,224.22	274432 PEDP4220182	
RD 108871096	'9000032010615	'P14606900051007	10/7/2005	\$322.74	243465 PEDP4220182	
RD 108871096	'9000032010616	'P14607000051007	10/7/2005	\$157.01	274433 PEDP4220182	
RD 108871096	'9000032010617	'P14607300051007	10/7/2005	\$111.01	274434 PEDP4220182	
RD 108871096	'9000032010618	'P14608200051007	10/7/2005	\$1,380.65	805343 PEDP2290254	
RD 108871096	'9000032010619	'P14609400051007	10/7/2005	\$285.64	805931 PEDP4220181	
RD 108871096	'9000031993978	'3C6500500051007	10/7/2005	\$172.12	274487 PEDP4220144	
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RD 108871096	'9000031993980	'3O0011400051007	10/7/2005	\$287.92	805755 PEDP4220143	
RD 108871096	'9000031993981	'3O0011500051007	10/7/2005	\$143.02	805756 PEDP2290188	
RD 108871096	'9000031993982	'3O0014900051007	10/7/2005	\$429.07	805837 PEDP2290188	
RD 108871096	'9000031993983	'3O0019900051007	10/7/2005	\$287.92	805836 PEDP4220143	
RD 108871096	'9000031993984	'5A3688600051007	10/7/2005	\$71.51	805575 PEDP2290188	
RD 108871096	'9000031993985	'5A3695400051007	10/7/2005	\$143.02	805838 PEDP2290188	
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RD 108871096	'9000032010640	'5C3782900051007	10/7/2005	\$172.12	274592 PEDP4220144	
RD 108871096	'9000031993989	'5H4419000051007	10/7/2005	\$214.54	805764 PEDP2290188	
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RD 108871096	'9000031993991	'5H4419200051007	10/7/2005	\$353.10	805842 PEDP4220143	
RD 108871096	'9000031993992	'5H4419400051007	10/7/2005	\$71.51	805687 PEDP2290188	
RD 108871096	'9000031993993	'5J2787200051007	10/7/2005	\$80.16	274593 PEDP4220144	
RD 108871096	'9000031993994	'9B0600400051007	10/7/2005	\$500.75	274595 PEDP4220144	
RD 108871096	'9000031993995	'5203784670001	10/7/2005	\$1,156.44	359981 D0550006539	
RD 108871096	'9000031993996	'5203784672001	10/7/2005	\$664.80	359983 D0550016227	
RD 108871096	'9000031993997	'5203784685001	10/7/2005	\$374.55	359984 D0550006542	
RD 108871096	'9000031993998	'5203784688001	10/7/2005	\$431.60	359985 D0550023894	
RD 108871096	'9000031993999	'5203784690001	10/7/2005	\$690.43	359982 D0550006540	
RD 108871096	'9000034134893	'CSR5205142788001	10/7/2005	\$0.01	355023 D0550006545	
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RD 108871096	'9000034134944	'CSR5205140502001	10/7/2005	\$0.01	358726 D0550006548	
				\$156,986.74		

GW Plastic A/R Records		
BOL	Amount	
359898	2,009.37	
806114	666.71	
806103	5,892.18	
274429	500.75	
274431	516.35	
274432	1,224.19	
243465	322.72	
274433	157.01	
274434	111.02	
805343	1,380.65	
805931	285.63	
274487	172.12	
805844	62.23	
805755	287.90	
805756	143.02	
805837	429.07	
805836	287.90	
805575	71.51	
805838	143.02	
805757	143.02	
274592	172.12	
805764	214.54	
805843	929.66	
805842	353.09	
805687	71.51	
274593	80.16	
274595	500.75	
359981	1,156.44	
359983	664.80	
359984	374.55	
359985	431.60	
359982	690.43	
168363	833.52	AFC45919
168702	166.73	AFC45919
171704	144.78	AFC45919
172459	460.10	AFC45919
180632	656.75	AFC45919
183543	4,333.79	AFC45919
187833	1,897.27	AFC45919
187834	460.10	AFC45919
188010	583.46	AFC45919
188489	78.22	AFC45919
188543	5,542.30	AFC45919
188654	416.76	AFC45919
271575	161.94	AFC45919
272705	314.40	AFC45919
800113	392.57	AFC45919
359445	1,004.68	
804508	3,177.17	
805684	548.42	
180186	197.47	
182208	101.18	
182713	314.30	
182716	607.09	
182718	250.35	
182776	132.83	
188421	6,076.71	
197438	1,337.79	
		156,986.74

EXHIBIT D

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
-----X	:	

**AMENDED AND RESTATED JOINT STIPULATION AND AGREED ORDER
COMPROMISING AND ESTIMATING PROOF OF CLAIM NUMBERS 1373, 1374,
1375, 1376, 1377, 1378, 1379, 1380, 1381, 1382, 1383, 1384, 1385, 1386 AND 1387
(AMERICAN INTERNATIONAL GROUP, INC.)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (the "Debtors"), American International Group, Inc. and its related entities (collectively, "Claimants") respectfully submit this Amended and Restated Joint Stipulation And Agreed Order Compromising And Estimating Proof Of Claim Numbers 1373, 1374, 1375, 1376, 1377, 1378, 1379, 1380, 1381, 1382, 1383, 1384, 1385, 1386 and 1387 (the "Amended Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), Delphi Corporation, together with certain of its U.S. affiliates including DAS LLC (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, the Claimants have provided insurance coverage to various Debtors pursuant to certain insurance policies (the "Policies").

WHEREAS on or about December 29, 2005, the Claimants filed proofs of claim numbers 1373 through and including 1387 arising from the Policies (collectively, the "Claims") against certain of the Debtors.

WHEREAS, on or about June 15, 2007, the Debtors filed the Sixteenth Omnibus Claims Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate or Amended Claims And (B) Protective Claims (the "Claim Objection") (Docket No. 8271), which included all of the Claims except for claim 1373.

WHEREAS, on or about July 3, 2007, the Claimant filed its response to the Claim Objection (the "Response") (Docket No. 8595).

WHEREAS, on or about September 7, 2007 the Debtors filed their Motion for Order Pursuant to 11 U.S.C. Sections 105(a) And 502(c): (A) Estimating And Setting Maximum Cap On Certain Contingent Or Unliquidated Claims And (B) Approving Expedited Claims Estimation Procedures (the "Estimation Motion") (Docket No. 9297) seeking to estimate the Claims at \$0.

WHEREAS, hearings on the Claim Objection and Estimation Motion were continued with respect to the Claims pending the Parties reaching the resolution contained in this Settlement Agreement.

WHEREAS, on September 6, 2007, the Debtors filed a proposed plan of reorganization (the "Plan") and disclosure statement and the Plan provides that all executory contracts not explicitly rejected shall be assumed pursuant to section 365(a) of the Bankruptcy Code.

WHEREAS, by an order entered on January 25, 2008, the Court confirmed the Debtors' Plan.

WHEREAS, on or about September 24, 2007, the Claimant filed its response to the Estimation Motion.

WHEREAS, to resolve the Claim Objection and the Estimation Motion and to reduce the claims against the Settling Debtors, the Parties entered into a Settlement Agreement (the "Settlement Agreement").

WHEREAS, the Debtors are authorized to enter into the Settlement

Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

WHEREAS, on January 14, 2008, the Court entered the Joint Stipulation And Agreed Order Compromising And Estimating Proof Of Claim Numbers 1374, 1375, 1376, 1377, 1378, 1379, 1380, 1381, 1382, 1383, 1384, 1385, 1386 and 1387 (the “Initial Stipulation”).

WHEREAS, the Initial Stipulation inadvertently omitted proof of claim 1373 (the “Omitted Claim”).

WHEREAS, the Debtors and Claimant agree that the Initial Stipulation should be amended and restated in its entirety by this Amended Stipulation.

NOW, THEREFORE, in consideration of the foregoing, the Debtors and the Claimants stipulate and agree as follows:

1. The Initial Stipulation is amended and restated in its entirety as provided herein.
2. The Estimation Motion shall be granted with respect to all of the Claims, including without limitation the Omitted Claim.
3. The Claims shall be estimated at \$0 without prejudice to the Claimants’ rights to reassert such Claims if the Debtors reject the Policies pursuant to section 365(a) of the Bankruptcy Code.

4. The Response is hereby withdrawn.

[signatures concluded on following page]

Dated: New York, New York
March 27, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger

NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: New York, New York
March 19, 2008

The Member Companies of
AMERICAN INTERNATIONAL GROUP,
INC.,
By their Counsel,

/s/ Michael S. Davis

ZEICHNER ELLMAN & KRAUSE LLP
Michael S. Davis
575 Lexington Avenue
New York, New York 10022
Telephone: (212) 223-0400

SO ORDERED

This 8th day of April, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN

EXHIBIT E

TOGUT, SEGAL & SEGAL LLP
Bankruptcy Co-Counsel for Delphi Corporation, et al.,
Debtors and Debtors in Possession
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International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re: :
DELPHI CORPORATION, et al., : Chapter 11
: Case No. 05-44481 [RDD]
Debtors. : Jointly Administered
:
-----X

**JOINT STIPULATION AND AGREED ORDER
COMPROMISING AND ALLOWING PROOF OF CLAIM
NUMBER 14664 (COOPER-STANDARD AUTOMOTIVE INC. F/K/A ITT
AUTOMOTIVE FLUID HDG. SYST./DEUTSCHE BANK SECURITIES INC.)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (the "Debtors"), Cooper-Standard Automotive Inc. f/k/a ITT Automotive Fluid Hdg. Syst. ("Cooper-Standard") and Deutsche Bank Securities Inc. ("Deutsche Bank") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 14664 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, on July 31, 2006, Cooper-Standard filed proof of claim number 14664 against Delphi, asserting an unsecured non-priority claim in the amount of \$2,624,997.09 for sale of goods (the "Claim"); and

WHEREAS, on June 16, 2007, Cooper-Standard transferred the Claim to Deutsche Bank pursuant to a Notice of Transfer (Docket No. 8274); and

WHEREAS, on September 21, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twenty-First Omnibus Objection Pursuant To 11 U.S.C. § 502(B) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claim Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 9535) (the "Twenty-First Omnibus Claims Objection").; and

WHEREAS, on October 18, 2007, Cooper-Standard filed a Response To Debtors' Twenty-First Omnibus Objection Pursuant To 11 U.S.C. § 502(B) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims; (B) Untimely Equity Claim; (C) Insufficiently Documented Claims; (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claim, And (F) Claims Subject To Modification, Tax Claim Subject To Modification And Modified Claims Asserting Reclamation (Docket No. 10636) (the "Response"); and

WHEREAS, Cooper-Standard (and its affiliate ITT Higbie Blaylock) received two (2) Notices of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned under Plan of Reorganization (the "Cure Notices") and Cooper-Standard objected to the cure amounts listed in the Cure Notices (the "Cure Objections"); and

WHEREAS, on March 28, 2008, to resolve the Twenty-First Omnibus Claims Objection with respect to the Claim and the Cure Objections, DAS LLC, Cooper-Standard and Deutsche Bank entered into a settlement agreement (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$2,250,000 as a general unsecured non-

priority claim, \$48,742.28 (the "Cure Amount") of which will be paid in cash as a cure payment with respect to the assumption of P.O. numbers: D0550004857, D0550005537, D0550011362, D0550014214 and D0550026011; and

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

NOW, THEREFORE, in consideration of the foregoing, the Debtors, Deutsche Bank and Cooper-Standard stipulate and agree as follows:

1. The Claim is hereby allowed in the amount of \$2,250,000 and shall be treated as an allowed general unsecured non-priority claim against DAS LLC.
2. Without further order of the Court, DASS LLC is authorized to offset or reduce the Claim for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors by the Cure Amount paid on account of the assumption, pursuant to section 365 of the Bankruptcy Code.
3. The Twenty-First Omnibus Claims Objection and the Response are hereby withdrawn with prejudice.
4. The Cure Objections are amended and the cure amounts shall be paid by DAS LLC in cash.
5. This Stipulation does not impact, alter or affect any other proofs of claim that Cooper-Standard or Deutsche Bank may have filed against the Debtors and it relates solely to those matters arising out of or related to the Claim.

Dated: New York, New York
March 28, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,

By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger

NEIL BERGER (NB-3599)

A Member of the Firm

One Penn Plaza, Suite 3335

New York, New York 10119

(212) 594-5000

Dated: Detroit, Michigan
March 28, 2008

COOPER-STANDARD AUTOMOTIVE, INC.,
By its Counsel,
BODMAN LLP,
By

/s/ Ralph E. McDowell
RALPH E. MCDOWELL (P39235)
A Member of the Firm
6TH Floor at Ford Field
1901 St. Antoine Street
Detroit, Michigan 48226
(313) 393-7592

Dated: March 28, 2008

DEUTSCHE BANK SECURITIES INC.,
By

/s/ Scott G. Martin
Managing Director

/s/ Ray Costa
Managing Director

SO ORDERED

This 8th day of April, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN

EXHIBIT F

TOGUT, SEGAL & SEGAL LLP
Bankruptcy Co-Counsel for Delphi Corporation, et al.,
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
-----X	:	

**JOINT STIPULATION AND AGREED ORDER
COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBER 2773
(SIEMENS VDO AUTOMOTIVE, INC.,
n/k/a CONTINENTAL AUTOMOTIVE CANADA, INC.)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") and Siemens VDO Automotive, Inc. n/k/a Continental Automotive Canada, Inc. ("VDO") respectfully submit this Joint Stipulation And Agreed Order Compromising and Allowing Proof of Claim Number 2773 and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.*, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, on or about April 27, 2006, VDO filed proof of claim number 2773 ("Claim 2773") against "Delphi Corporation, et al." and asserted an unsecured non-priority claim in the amount of \$2,291,767.58; and

WHEREAS, on October 26, 2007, the Debtors objected to Claim 2773 pursuant to the Debtors' Twenty-Second Omnibus Objection Pursuant to 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate or Amended Claims, (B) Equity Claims, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject to Modification, Tax Claims Subject to Modification, Modified Claims Asserting Reclamation, Claims Subject To Modification That Are Subject To Prior Orders, And Modified Claims Asserting Reclamation That Are Subject To Prior Orders (Docket No. 10738) (the "Twenty-Second Omnibus Claims Objection"); and

WHEREAS, on November 20, 2007, VDO filed a Response to the Twenty-Second Omnibus Claims Objection (Docket No. 10990) (the "Response"); and

WHEREAS, on March 24, 2008, the Debtors and VDO entered into a settlement agreement to resolve the Twenty-Second Omnibus Claims Objection with respect to Claim 2773 (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, the Debtors acknowledge and agree that Claim 2773 shall be allowed against DAS LLC in the amount of \$750,000 as a general unsecured non-priority claim, and any and all distributions on account of Claim 2773 shall be made to VDO; and

WHEREAS, the Debtors are authorized to enter into the Settlement Agreement either because Claim 2773 involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

NOW, THEREFORE, in consideration of the foregoing and in accordance with the terms of the Settlement Agreement, the Debtors and VDO hereby stipulate and agree as follows:

1. Claim 2773 shall be allowed in the amount of \$750,000 and shall be treated as a general unsecured non-priority claim against DAS LLC.
2. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of, or objection to, any claim asserted by VDO against any of the Debtors except as expressly set forth herein.
3. The objections relating to Claim 2773 contained in the Twenty-Second Omnibus Claims Objection are hereby withdrawn.
4. The Response is hereby withdrawn.

5. Without further order of the Court, DAS LLC is authorized to offset or reduce Claim 2773 for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors by the amount

[Concluded on next page]

of any cure payments made on account of the assumption, pursuant to section 365 of the
Bankruptcy Code, of an executory contract or unexpired lease to which VDO is a party.

Dated: New York, New York
April 1, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger

NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: Chicago, Illinois
March 24, 2008

SIEMENS VDO AUTOMOTIVE, INC., n/k/a
CONTINENTAL AUTOMOTIVE CANADA,
INC.
By its Counsel,
MCDERMOTT WILL & EMERY LLP
By:

/s/ Peter A. Clark

PETER A. CLARK
227 W. Monroe St.
Chicago, Illinois 60606
(312) 984-7504

SO ORDERED

This 8th day of April, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN

EXHIBIT G

TOGUT, SEGAL & SEGAL LLP
Bankruptcy Co-Counsel for Delphi Corporation, et al.,
Debtors and Debtors in Possession
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000
Albert Togut (AT-9759)
Neil Berger (NB-3599)

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
	:
In re:	:
	:
DELPHI CORPORATION, et al.,	: Chapter 11
	: Case No. 05-44481 [RDD]
	:
Debtors.	: Jointly Administered
	:
-----X	

**JOINT STIPULATION AND AGREED ORDER
COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBER 6407
(UNITED TELEPHONE COMPANY OF OHIO)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") and United Telephone Company of Ohio ("United Telephone") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 6407 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed

voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, on May 24, 2006, United Telephone filed proof of claim number 6407 against Delphi, asserting an unsecured non-priority claim in the amount of \$289,254.87 (the "Claim"); and

WHEREAS, on August 24, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twentieth Omnibus Objection Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B) Insufficiently Documented Claims, (C) Claims Not Reflected On Debtors' Books And Records, (D) Untimely Claim, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, Consensually Modified And Reduced Tort Claims, And Lift Stay Procedures Claims Subject To Modification (Docket No. 9151) (the "Twentieth Omnibus Claims Objection"); and

WHEREAS, on September 20, 2007, United Telephone filed a Response to the Twentieth Omnibus Claims Objection (Docket No. 9447) (the "Response"); and

WHEREAS, on March 20, 2008, to resolve the Twentieth Omnibus Claims Objection with respect to the Claim, DAS LLC and United Telephone entered into a settlement agreement (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, the Debtors acknowledge and agree that the Claim shall be allowed against DAS LLC in the amount of \$266,050 as a general unsecured non-priority claim; and

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

NOW, THEREFORE, in consideration of the foregoing, the Debtors and United Telephone stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$266,050 and shall be treated as an allowed general unsecured non-priority claim against DAS LLC.
2. Without further order of the Court, DAS LLC is authorized to reduce the Claim for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors to the extent that amounts comprising the Claim are paid to United Telephone as cure payments made on account of the assumption, pursuant to section 365 of the Bankruptcy Code, of an executory contract or unexpired lease to which United Telephone is a party.
3. The Twentieth Omnibus Claims Objection, solely as it relates to the Claim, and the Response are hereby withdrawn.

[signatures on the following page]

Dated: New York, New York
March 27, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger

NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: New York, New York
March 20, 2008

UNITED TELEPHONE COMPANY OF OHIO,
By its Counsel,
BRYAN CAVE LLP
By:

s/ Michelle McMahon

MICHELLE MCMAHON (MM-8130)
1290 Avenue of the Americas
New York, New York 10104
(212) 541-2000

SO ORDERED

This 8th day of April, 2008
in New York, New York

/s/ Robert D. Drain

HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT H

TOGUT, SEGAL & SEGAL LLP
Bankruptcy Co-Counsel for Delphi Corporation, et al.,
Debtors and Debtors in Possession
One Penn Plaza, Suite 3335
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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
-----X	:	

**JOINT STIPULATION AND AGREED ORDER
COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBER 12239
(TOSHIBA AMERICA ELECTRONIC COMPONENTS INC.)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") and Toshiba America Electronic Components Inc. ("Toshiba") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 12239 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed

voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, on January 20, 2006, DAS LLC filed its Schedule of Assets and Liabilities, and scheduled therein an unsecured non-priority claim in favor of Toshiba in the amount of \$597,611.14 (the "Scheduled Claim"); and

WHEREAS, on July 28, 2006, Toshiba filed proof of claim number 12239 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$599,351.09 (the "Proof of Claim"); and

WHEREAS, on April 30, 2007, in order to resolve the discrepancy between the Scheduled Claim and the Proof of Claim, DAS LLC and Toshiba entered into a settlement agreement (the "Settlement Agreement"); and

WHEREAS, on May 22, 2007, the Debtors objected to the Proof of Claim pursuant to the Debtors' Fifteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims And Untimely Tax Claim, And (D) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 7999) (the "Fifteenth Omnibus Claims Objection"); and

WHEREAS, on June 15, 2007, Toshiba filed a Response to the Fifteenth Omnibus Claims Objection (Docket No. 8321) (the "Response"); and

WHEREAS, pursuant to the Settlement Agreement, the Debtors

acknowledge and agree that the Proof of Claim shall be allowed against DAS LLC in the amount of \$597,611.14 as a general unsecured non-priority claim; and

WHEREAS, DAS LLC was authorized to enter into the Settlement Agreement either because the Proof of Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

NOW, THEREFORE, in consideration of the foregoing, the Debtors and Toshiba stipulate and agree as follows:

1. The Proof of Claim shall be allowed in the amount of \$597,611.14 and shall be treated as an allowed general unsecured non-priority claim against DAS LLC.

2. Without further order of the Court, DAS LLC is authorized to reduce the Proof of Claim for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors to the extent that amounts comprising the Proof of Claim are paid to Toshiba as cure payments made on account of the assumption, pursuant to section 365 of the Bankruptcy Code, of an executory contract or unexpired lease to which Toshiba is a party.

3. The Fifteenth Omnibus Claims Objection, solely as it relates to the Proof of Claim, and the Response are hereby withdrawn.

[signatures on the following page]

Dated: New York, New York
March 27, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger

NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: Costa Mesa, California
March 26, 2008

TOSHIBA AMERICA ELECTRONIC
COMPONENTS INC.,
By its Counsel,
WEILAND, GOLDEN, SMILEY, WANG
EKVALL & STROK, LLP
By:

/s/ Lei Lei Wang Ekvall

LEI LEI WANG EKVALL
650 Town Center Drive, Suite 950
Costa Mesa, California 92626
(714) 966-1000

SO ORDERED

This 8th day of April, 2008
in New York, New York

/s/ Robert D. Drain

HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT I

Pg 86 of 96
Delphi Corporation
Special Parties

Company	Contact	Address1	Address2	City	State	Zip
Counsel to GW Plastics	Attn Eric Charlton	Hiscock and Barclay	One Park Pl 300 S State St	Syracuse	NY	13212

EXHIBIT J

Pg 88 of 96
Delphi Corporation
Special Parties

Company	Contact	Address1	Address2	City	State	Zip
Counsel to AIG Inc	Attn Michael S Davis	Ziechner Ellman & Krause LLP	575 Lexington Ave	New York	NY	10022

EXHIBIT K

Company	Contact	Address1	Address2	City	State	Zip
Counsel to Cooper-Standard Auto	Attn JL Winslow Guy Todd Timothy Griffith	39950 Orchard Hill Place		Novi	MI	48376
Counsel to Cooper-Standard Auto	Attn Ralph E McDowell	Bodman LLP	6th Fl at Ford Field 1901 St Antoine St	Detroit	MI	48226

EXHIBIT L

Company	Contact	Address1	Address2	City	State	Zip
Counsel to Siemens VDO Automotive	Attn Arelene N Gelman	Reed Smith Sachnoff & Weaver	10 South Wacker Dr 40th Fl	Chicago	IL	60606
Counsel to Siemens VDO Automotive	Attn Elena Lazarou	Reed Smith LLP	599 Lexington Ave	New York	NY	10022
Counsel to Siemens VDO Automotive	Attn Peter A Clark	McDermott Will & Emery LLP	227 W Monroe St	Chicago	IL	60606

EXHIBIT M

Company	Contact	Address1	Address2	City	State	Zip
Counsel to United Telephone Company of Ohio	Attn Lawrence P Gottesman Michele K McMahon	Bryan Cave LLP	1290 Avenue of the Americas	New York	NY	10104
United Telephone Company of Ohio	M/S	PO Box 7971		Shawnee Mission	KS	66207-0971

EXHIBIT N

Company	Contact	Address1	Address2	City	State	Zip
Counsel to Toshiba America Electronic Components	Attn Lei Lei Wang Ekvall	Weiland Golden Smiley Wang Ekvall & Strok LLP	650 Town Center Drive Suite 950	Costa Mesa	CA	92626